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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	Chapter 11
	:	
DELPHI CORPORATION, <i>et al.</i> ,	:	
	:	Case No. 05-44481 (RDD)
	:	(Jointly Administered)
Debtors.	:	
	:	
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**OBJECTION OF INTERNATIONAL UNION, UNITED AUTOMOBILE, AEROSPACE
AND AGRICULTURAL IMPLEMENT WORKERS OF AMERICA (UAW) TO
DEBTORS' MOTION FOR ORDER UNDER 11 U.S.C. § 1113(c) AUTHORIZING
REJECTION OF COLLECTIVE BARGAINING AGREEMENTS AND UNDER 11
U.S.C. § 1114(g) AUTHORIZING MODIFICATION OF RETIREE HEALTH BENEFITS**

International Union, United Automobile, Aerospace & Agricultural Implement
Workers of America (the "UAW" or the "Union"), the collective bargaining representative of

approximately 24,000 workers employed at 22 Delphi facilities nationwide and the “authorized representative” of approximately 12,000 Delphi retirees and surviving spouses, by its undersigned counsel, objects as follows to the Motion of Delphi Corporation (“Delphi” or the “Debtor”) for an Order Under 11 U.S.C. § 1113(c) Authorizing Rejection of Collective Bargaining Agreements and Under 11 U.S.C. § 1114(g) Authorizing Modification of Retiree Welfare Benefits (“Delphi’s Rejection Motion”):

1. The UAW objects to Delphi’s Rejection Motion on the grounds that it is not ripe for adjudication and fails to present a case or controversy as required by Article III of the U.S. Constitution. In addition, the motion is premature in that it is premised on conditional, alternative proposals dependent upon material contingencies that remain unfulfilled rather than a proposal that meets the statutory requirements of 11 U.S.C. §§ 1113(b)(1)(A) or 1114(f)(1)(A). The UAW also respectfully submits that Delphi’s Rejection Motion should be denied because Delphi failed to meet the statutory requirements of Sections 1113 and 1114.

2. The Delphi Rejection Motion also should be denied because it seeks an order authorizing the Debtors to reject the collective bargaining which they intend to use at their discretion, in contravention of the terms of the statute.

3. In addition, the Delphi Rejection Motion should be denied because Delphi cannot meet its burden to prove that the requisite elements of either Section 1113 or Section 1114 have been met.

4. The bases for the UAW’s objection are more particularly set forth in the UAW’s Memorandum in Support of UAW’s Opposition to Delphi’s Rejection Motion, the Declaration of Richard A. Ruppert, the Declaration of Andrew Yearley, filed herewith, and as will be further demonstrated at the hearing on Delphi’s Rejection Motion.

WHEREFORE, the UAW respectfully submits that the Court should deny
Delphi's Rejection Motion, and grant the UAW such other relief as is just and proper.

Dated: April 21, 2006
New York, New York

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